

TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1177.
FILED, SEPTEMBER 24th. 1964.

ANSIL MINES LIMITED

The Company was incorporated under the Full Corporate name of Company SILANCO MINING & REFINING COMPANY LIMITED. By Supplementary Letters Patent dated June 14, 1948 October 6, 1950, June 1, 1955 the authorized capital of the Company was increased. By Supplementary Letters Patent dated July 10, 1957 the name of the Company was changed to ANSIL MINES LIMITED and the capital re-organized. Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Underwriting and option agreement on 1,000,000 shares in the capital of the Company at prices ranging from 12-1/2¢ to 27-1/2¢ per share and management option on 100,000 shares at 15¢ per share as set forth in item 6 below. (b) Acquisition of a group of 69 mining claims as set forth in item 11 below. (c) Change in effective control: Messrs. Hugh Irving, Charles Camsell and Alex MacPherson, mentioned in items 14 and 15 of this Filing Statement, comprise the new controlling interest.
2. Head office address and any other office address.	Head Office - Penthouse Suite, 121 Richmond Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and director: Charles Camsell, 419 Browning Street, Haileybury, Ontario, Business and Mining Executive. Vice-President and director: Hugh Irving, Wallace Road, North Bay, Ontario Business Executive. Treasurer and director: George E. Buchanan, 15 MacDonell Avenue, Toronto, Ontario. Mining Executive. Secretary Gordon J. Ciglen, 302 Roselawn Avenue, Toronto, Ontario, Chartered Accountant. Director: Charles W. Walker, 168 Cheritan Avenue, Toronto, Ontario, Business and Mining Executive. Director: Wilfred E. Garnett, 450 MacBeth Crescent, West Vancouver, British Columbia, Real Estate Executive. General Manager: Allan J. Anderson, 4 Garland Avenue, Toronto, Ontario, Mining Executive.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 5,000,000 shares of \$1.00 par value. Issued and outstanding: 3,332,143 shares
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	It is proposed that J.P. Cannon & Co. Ltd., Member of Toronto Stock Exchange on behalf of its client, Fernross Investments Limited underwrite 600,000 shares in the capital of the Company for \$85,000 payable within 5 days after acceptance of this filing statement, viz: 400,000 at 12-1/2¢ per share and 200,000 at 17-1/2¢ per share and receive options on the whole or any part of 400,000 shares exercisable at the following prices and within the following times, viz: 200,000 shares at 22 1/2¢ per share within 3 months from the date of acceptance of this filing statement, and 200,000 shares at 27 1/2¢ per share within 6 months from the date of acceptance of this filing statement. Management option to Allan J. Anderson in consideration of his serving as the General Manager of the Company without any other remuneration, on the whole or any part of 100,000 shares in the capital of the company exercisable upon payment at 15¢ per share at any time within 2 years from the date of the acceptance of this filing statement.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<p>The following are the names and addresses of the only persons who have any interest direct or indirect in the shares to be underwritten and optioned pursuant to the aforementioned agreement, each of whom holds a one-third interest in Fernross Investments Limited, viz:</p> <p>Charles Camsell, 419 Browning Street, Haileybury, Ontario who is the President and a director of the Company,</p> <p>Hugh Irving, Wallace Road, North Bay, Ontario, who is the Vice-President and a director of the Company, and</p> <p>Alex MacPherson, 1351 Seymour Street, North Bay, Ontario</p>																																	
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None																																	
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes to acquire and carry out the exploration of the mining claims described in the accompanying report of A. C. Howe, P. Eng., dated August 24, 1964 in accordance with the recommendations therein set forth. \$60,000 of the proceeds of the sale of the 600,000 shares underwritten as aforesaid are to be used:</p> <table><tr><td>(a) to pay the cash portion of the consideration payable for said claims</td><td>\$20,000</td></tr><tr><td>(b) to carry out the recommended exploration thereof at an estimated cost of</td><td>23,000</td></tr><tr><td>(c) to pay accounts payable, about</td><td>8,500</td></tr><tr><td>(d) to pay accounts for legal, audit & transfer agency fees, licences fees and taxes estimated at</td><td>5,000</td></tr><tr><td>(e) for general administrative expenses including shareholders' information to December 31, 1964, estimated at</td><td>3,500</td></tr></table> <p>The remaining \$25,000 and any further funds received from the exercise of the aforementioned options will be used to carry out further exploration of the Company's properties in accordance with recommendations of qualified mining engineers and for administrative expenses estimated at about \$10,000 per year.</p>	(a) to pay the cash portion of the consideration payable for said claims	\$20,000	(b) to carry out the recommended exploration thereof at an estimated cost of	23,000	(c) to pay accounts payable, about	8,500	(d) to pay accounts for legal, audit & transfer agency fees, licences fees and taxes estimated at	5,000	(e) for general administrative expenses including shareholders' information to December 31, 1964, estimated at	3,500																							
(a) to pay the cash portion of the consideration payable for said claims	\$20,000																																	
(b) to carry out the recommended exploration thereof at an estimated cost of	23,000																																	
(c) to pay accounts payable, about	8,500																																	
(d) to pay accounts for legal, audit & transfer agency fees, licences fees and taxes estimated at	5,000																																	
(e) for general administrative expenses including shareholders' information to December 31, 1964, estimated at	3,500																																	
10. Brief statement of company's chief development work during past year.	<p>The Company has not carried on any development work during the past year. Development licences covering unpatented mining claims formerly held by the Company in Montgolfier Township, Quebec have all lapsed. Development licences covering the Company's group of claims in Duprat Township Quebec were renewed and are in good standing. The Violet & Beaver patented mining properties in the Cobalt Area of Ontario, under lease to Agnico Mines Limited, and the said lease were maintained in good standing.</p>																																	
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>James D. McCannell, 170 Bay Street, Toronto, Ontario on behalf of Cranberry Portage Grubstake Syndicate, is the vendor to the Company of the 68 mining claims described in the said accompanying report of A.C.A. Howe which the Company proposes to acquire. The consideration to be paid is \$20,000 and 450,000 shares in the capital stock of the Company, 90% whereof will be escrowed subject to release on the written consent of the Toronto Stock Exchange and of the Company.</p>																																	
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>The following are the only persons who will receive a greater than 5% interest in the said consideration:</p> <p>James D. McCannell, 170 Bay Street, Toronto, Ontario</p> <p>Thomas Lamb, The Pas, Manitoba</p> <p>Robert G. Thomson, The Pas, Manitoba</p> <p>Carl Pielsticker, 184 Bay Street, Toronto, Ontario</p> <p>Allan J. Anderson, 4 Garland Avenue, Toronto 12, Ontario</p> <p>Helen Robertson, 60 Highland Avenue, Toronto, Ontario</p> <p>Bebe Ciglen, 101 Bayview Ridge, Willowdale, Ontario</p>																																	
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>585,000 shares in the capital of the Company are held in escrow by Premier Trust Company, 19 Richmond St. W., Toronto, Ontario, subject to release on the written consents of the Toronto Stock Exchange and a majority of the Board of Directors of the Company.</p> <p>If the transaction referred to in item 11 above is carried out a further 405,000 shares will be held in escrow by said Trust Company on the same terms.</p>																																	
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>As to 585,000 shares:</p> <table><thead><tr><th>Name</th><th>Address</th><th>Shares</th></tr></thead><tbody><tr><td>Hugh Irving</td><td>Wallace Road, North Bay, Ontario</td><td>195,000</td></tr><tr><td>Charles Camsell</td><td>419 Browning St., Haileybury, Ont.</td><td>195,000</td></tr><tr><td>Alex MacPherson</td><td>1351 Seymour St., North Bay, Ont.</td><td>195,000</td></tr></tbody></table> <p>As to the 405,000 shares if issued:</p> <table><tbody><tr><td>James D. McCannell</td><td>170 Bay Street, Toronto, Ontario</td><td>45,000</td></tr><tr><td>Thomas Lamb</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Robert G. Thomson</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Carl Pielsticker</td><td>184 Bay Street, Toronto, Ontario</td><td>45,000</td></tr><tr><td>Allan J. Anderson</td><td>4 Garland Ave., Toronto, Ontario</td><td>45,000</td></tr><tr><td>Helen Robertson</td><td>60 Highland Ave., Toronto, Ont.</td><td>90,000</td></tr><tr><td>Bebe Ciglen</td><td>101 Bayview Ridge, Willowdale, Ontario</td><td>90,000</td></tr></tbody></table> <p>The 585,000 shares shown above in the names of Hugh Irving, Charles Camsell and Alex MacPherson as to 195,000 shares each are presently recorded on the stock records of the company kept by Premier Trust Company in the name of Feromac Mines Limited as to 360,000 shares, and in the name of New Campbell Island Mines Limited as to 225,000 shares. Transfers of the said shares into the names of Hugh Irving, Charles Camsell and Alex MacPherson will be completed upon the consent in writing of the Ontario Securities Commission and the Toronto Stock Exchange respectively.</p>	Name	Address	Shares	Hugh Irving	Wallace Road, North Bay, Ontario	195,000	Charles Camsell	419 Browning St., Haileybury, Ont.	195,000	Alex MacPherson	1351 Seymour St., North Bay, Ont.	195,000	James D. McCannell	170 Bay Street, Toronto, Ontario	45,000	Thomas Lamb	The Pas, Manitoba	45,000	Robert G. Thomson	The Pas, Manitoba	45,000	Carl Pielsticker	184 Bay Street, Toronto, Ontario	45,000	Allan J. Anderson	4 Garland Ave., Toronto, Ontario	45,000	Helen Robertson	60 Highland Ave., Toronto, Ont.	90,000	Bebe Ciglen	101 Bayview Ridge, Willowdale, Ontario	90,000
Name	Address	Shares																																
Hugh Irving	Wallace Road, North Bay, Ontario	195,000																																
Charles Camsell	419 Browning St., Haileybury, Ont.	195,000																																
Alex MacPherson	1351 Seymour St., North Bay, Ont.	195,000																																
James D. McCannell	170 Bay Street, Toronto, Ontario	45,000																																
Thomas Lamb	The Pas, Manitoba	45,000																																
Robert G. Thomson	The Pas, Manitoba	45,000																																
Carl Pielsticker	184 Bay Street, Toronto, Ontario	45,000																																
Allan J. Anderson	4 Garland Ave., Toronto, Ontario	45,000																																
Helen Robertson	60 Highland Ave., Toronto, Ont.	90,000																																
Bebe Ciglen	101 Bayview Ridge, Willowdale, Ontario	90,000																																

FINANCIAL STATEMENTS

ANSIL MINES LIMITED

BALANCE SHEET

AS AT AUGUST 31, 1964

(unaudited)

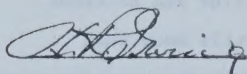
ASSETS

Current Assets:			
Cash			451.78
Interest in other companies - at nominal value			
1 share Paint Hill Explorations Inc.	1.00		
Subsidiary company - Glenmar Lithium Mines Limited - shares	\$64,631.00		
Advances repayable by the issue of shares	2,985.12	67,616.12	
		67,617.12	
Less: Allowance for decline in value		67,366.37	250.75
Mining properties and claims - at cost			
Cobalt area, Ontario, subject to lease with option to purchase	180,500.00		
Duprat Township, Quebec	73,075.00		253,575.00
Deferred exploration and administrative expenditures			218,359.89
			<u>\$472,637.42</u>

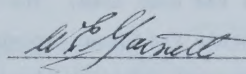
LIABILITIES

Current Liabilities			
Accounts payable			8,787.27
Shareholders' equity			
Capital stock			
Authorized - 5,000,000 shares			
par value \$1.00 each			
Issued - 3,332,143 shares	\$ 3,332,143.00		
Less discount	2,339,863.64		
		992,279.36	
Contributed surplus arising from reduction of capital in 1957	3,006,176.04		
	3,998,455.40		
Deduct deficit -			
Balance January 1, 1964	\$ 3,343,896.65		
Add: Montgolfier claims written off	125,000.00		
Exploration expenses on above	65,708.60	3,534,605.25	463,850.15
			<u>\$472,637.42</u>

Signed on behalf of the board:



Director



Director

STATEMENT OF EXPLORATION AND ADMINISTRATIVE EXPENDITURES

FOR THE EIGHT MONTHS ENDED AUGUST 31, 1964

EXPLORATION

Duprat Township, Quebec	\$ 243.50
Cranberry Portage, Manitoba	876.25
	<u>1,119.75</u>

ADMINISTRATIVE

Reports to shareholders - annual meeting	\$1,009.11
Accounting and secretarial	300.00
Audit fees	175.00
Licences, fees and taxes	135.38
Share issue expense	85.75
Miscellaneous	1.08
	<u>1,706.32</u>
Less: Rental revenue from leased mining properties - Cobalt area	1,000.00
Deferred expenditures for the period	1,826.07
Balance deferred January 1, 1964	282,242.42
	<u>284,068.49</u>
Deduct exploration expenditures written off to deficit re Montgolfier Township claims	65,708.60
Balance deferred August 31, 1964	<u>\$218,359.89</u>

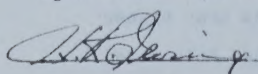
ANSIL MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

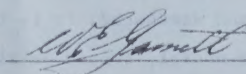
FOR THE EIGHT MONTHS ENDED AUGUST 31, 1964

SOURCE OF FUNDS		nll
APPLICATION OF FUNDS		
Deferred expenditures for period - per statement	\$1,826.07	
Advances to Glenmar Lithium Mines Ltd.	248.75	
Decrease in working capital	<u>\$2,074.82</u>	

Signed on behalf of the board:



Director



Director

ENGINEER'S REPORT

Note: - The following are excerpts from a report by A.C.A. Howe, B.Sc., P.Eng., dated August 24th, 1964, on mining claims located in the property situated 60 miles north of 'The Pas' in Manitoba. A complete copy of this report is on file at the Toronto Stock Exchange.

SUMMARY

The property is situated 60 miles north of The Pas, in Manitoba, within a volcanic belt stretching from Flin Flon to Snow Lake. Within this volcanic belt occur several producing copper - zinc mines, and numerous small replacement sulphide bodies containing copper and zinc.

The property overlies a strong sulphide zone containing mainly pyrrhotite, with pyrite, and minor chalcopyrite. The sulphides occur in more than one parallel band over a width of 200 ft. Samples taken in old trenches along the zone showed minor amounts of nickel, copper and zinc, and traces of gold and silver.

No work has been done on the property, other than the trenches which were cut prior to 1920, and subsequent re-sampling and cleaning out of the same trenches.

Exploration is warranted to determine whether concentrations of base metals may occur in economic quantities, below the leached surface zone, and in areas of structural weakness, along the sulphide band.

A program of geological mapping, magnetometer survey, and 2000 ft. of diamond drilling has been recommended.

Conclusions and Recommendations

The sulphide bodies on the property have been known for many years. However apart from the original trenches, and sporadic examinations and samplings since then, no detailed exploration work has been done. The nickel, copper, zinc and precious metals within the known exposures amount to little more than traces; however concentrations of gold and copper are known to occur in the area, particularly in associated quartz veins. There is the possibility, therefore, of concentrations of chalcopyrite, sphalerite, or nickel sulphides occurring in economic quantities associated with the sulphide bodies.

Therefore, in my opinion, the property warrants exploration, for the following reasons:-

1. It lies within a broad mineral belt which crosses northern Manitoba from Snow Lake to Flin Flon, in which numerous mines are producing from various types of sulphide deposits.
2. A large portion of the property is covered by either lake or swamp and these probably overlie areas of structural weakness due to faulting, folding or intrusion. In particular, at each trench examined, the north wall of the sulphide zone was masked by either swamp or lake.
3. The geology is interesting structurally, since the greenstones occur in an area of both acid and basic intrusions. In addition, several shear and fault zones appear to intersect in the area of the sulphide mineralization. Also it appears that folding of the greenstone has occurred, where the granite and diorite intrusives meet and accompanied by faulting. This area is covered by the water of Brunne Lake, but is a target area for exploration.
4. Copper, gold, silver, galena, sphalerite and nickel mineralization are known to occur on the property. It is therefore possible that concentrations of these minerals may be found in economic quantities in areas of structural weakness.
5. The surface outcrops and trenches appear to be well leached and weathered; it is therefore possible that higher values in nickel, copper or zinc may be obtained below the surface leached zone.

It is therefore recommended that

1. Lines be cut N25°W, perpendicular to the strike of the sulphides, at intervals of 200 ft.
2. The property be geologically mapped at a scale of 1" - 200 ft. Particular attention should be given to fold structures, shear zones, and contacts in order that areas of possible economic sulphide concentrations may be predicted.
3. A Magnetometer survey be carried out in conjunction with the mapping, and to be used as an aid in outlining the pyrrhotite zone and particularly folds within it. In addition, the area under Brunne Lake should be surveyed after "freeze-up".
4. Diamond drilling, consisting of about 2000 ft., as a method of checking favourable zones, folds, or contacts outlined by (2) and (3) above. In addition, some holes should check the copper, zinc, nickel content below the zone of surface leaching.

The costs of the above work program are estimated as follows:

1. Line cutting 60 miles @ \$50. per line mile	\$ 3,000.00
2. Geological mapping	2,000.00
3. Magnetometer survey, 80 miles @ \$60. per mile	4,800.00
4. Diamond drilling, 2000 ft. @ \$4.50 including sampling and assaying	9,000.00
5. Engineering, and supervision	4,200.00
TOTAL	<u>\$ 23,000.00</u>

Respectfully submitted,

A. C. A. Howe, P.Eng.

Toronto, Ontario,
August 24, 1964

CERTIFICATE

I, A.C.A. HOWE, of the City of Toronto, County of York, hereby certify that:-

- 1) I am residing in Toronto, with offices at 402 - 100 Adelaide St. West, Toronto.
- 2) I am a mining engineer and graduated from London University, England with B.Sc. in 1949.
- 3) I am a member of the Association of Professional Engineers of Ontario.
- 4) I have no interest, direct or indirect, in either the property or securities of Cranberry Portage Grubstake Syndicate, nor of Ansil Mines Ltd., nor do I expect to receive any such interest.
- 5) This report is based on an examination of the property made on August 3, 1964, and on relevant government geological and geophysical reports.

Dated at Toronto, August 24, 1964.

A. C. A. Howe, P.Eng.

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Shares
1. Hugh Irving, Wallace Road, North Bay, Ontario	195,000
2. Charles Camsell, 419 Browning St., Haileybury, Ont.	195,000
3. Alex MacPherson, 1351 Seymour St., North Bay, Ont.	195,000
4. J.P. Cannon & Co. Ltd., 372 Bay St., Toronto, Ont.	150,680
5. L.J. West & Co. Ltd., 347 Bay Street, Toronto, Ont.	134,583
	As set out in Item 14, the total of 585,000 shares shown as to 195,000 shares each in the names of Hugh Irving, Charles Camsell and Alex MacPherson are presently recorded in the names of Feromac Mines Limited as to 360,000 shares and New Campbell Island Mines Limited as to 225,000 shares pending receipt by Premier Trust Company of consents to the transfers of the said shares from the Ontario Securities Commission and the Toronto Stock Exchange respectively. The said Hugh Irving, Charles Camsell and Alex MacPherson are the beneficial owners of the shares set out above opposite their respective names. The beneficial owners of the shares listed in items 4 and 5 above are not known to the company.
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	It may be stated that Messrs. Hugh Irving, Charles Camsell and Alex MacPherson referred to in Items 14 and 15 above, through their purchase of 585,000 escrowed shares of the company, and through their ownership of Fernross Investments Limited, the Underwriter-Optionee represented by J.P. Cannon & Co. Limited as set out in Items 6 and 7, are in a position to materially affect control of the company. It may also be pointed out that through their election as Directors and as President and Vice-President respectively of the company, Messrs. Charles Camsell and Hugh Irving may be able to further affect control of the company through the solicitation of proxies for the annual meeting of shareholders.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	510,015 shares of Glenmar Lithium Mines Limited carried on the books of the Company at a cost of \$64,631 and advances to said company aggregating \$2,985.12 which may be converted into shares. 1 share of Painthill Explorations Inc. (now defunct) carried on the books of the Company at \$1.00. None of the said shares has any present market value.
18. Brief statement of any lawsuits pending or in process against company or its properties.	None
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Underwriting & Option agreement between J.P. Cannon & Co. Ltd. and the Company dated September 15, 1964 referred to in item 6 above. The agreement with James D. McCannell dated September 15, 1964 for the acquisition of the mining claims as referred to in item 11 above. Agreement with Allan J. Anderson dated September 15, 1964 providing for his engagement as General Manager without any remuneration other than the option referred to in item 6 above.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The 585,000 escrowed shares referred to in item 13 above were acquired by the owners in the amounts set out in item 14 above at 3¢ per share from the prior holders, Feromac Mines Limited as to 360,000 and New Campbell Island Mines Limited as to 225,000. The shares of the Company are not presently in the course of primary distribution to the public. Upon the acceptance of this filing statement the shares underwritten and optioned as set out in item 6 above and the shares to be issued for mining claims as set out in item 11 above that are free from escrow, will be in the course of primary distribution to the public.

DATED September 15, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"Hugh Irving"

"G. E. Buchanan"

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

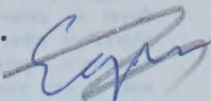
J. P. CANNON & CO. LIMITED

"L. W. Greeniaus"

"R. Fleisher."

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1311.
FILED, MAY 13th. 1965.



ANSIL MINES LIMITED

Full corporate name of Company

The Company was incorporated under Part XI of the Companies Act (Ontario) November 26, 1945 as SILANCO MINING & REFINING COMPANY LIMITED. By Supplementary Letters Patent dated June 14, 1948, October 6, 1950, June 1, 1955, the authorized capital of the Company was increased. By Supplementary Letters Patent dated July 10, 1957 the name of the Company was changed to ANSIL MINES LIMITED and the capital re-organized.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous Filing Statement No. 1177.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Underwriting and option agreement on 1,000,000 shares in the capital of the Company at prices ranging from 15¢ to 30¢ per share as set forth in Item 6 below; (b) Acquisition of mining claims as set forth in Item 10 below; (c) Proposed increase in capital as set forth in Item 4 below.
2. Head office address and any other office address.	Suite 400, 67 Richmond Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<div>President and director: Charles Camsell, 419 Browning Street, Halleybury, Ontario, Business and Mining Executive.</div> <div>Vice-President and director: Hugh Irving, Wallace Road, North Bay, Ontario, Business Executive.</div> <div>Treasurer and director: George E. Buchanan, 15 MacDonell Avenue, Toronto, Ontario, Mining Executive.</div> <div>Secretary: Gordon J. Ciglen, 302 Roselawn Avenue, Toronto, Ontario, Chartered Accountant.</div> <div>Director: Charles W. Walker, 168 Cheritan Avenue, Toronto, Ontario, Business and Mining Executive.</div> <div>Director: Wilfred E. Garnett, 450 MacBeth Crescent, West Vancouver, British Columbia, Real Estate Executive.</div> <div>General Manager: Allan J. Anderson, 4 Garland Avenue, Toronto, Ontario, Mining Executive.</div>
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized capital 5,000,000 shares of \$1.00 par value each of which there are presently issued and outstanding 4,382,143 shares. The Company proposes obtaining Supplementary Letters Patent increasing its authorized capital to 10,000,000 shares of \$1.00 each by the creation of an additional 5,000,000 shares of \$1 each to rank pari passu with the presently authorized 5,000,000 shares.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>It is proposed that J. P. Cannon & Co. Limited, Member of the Toronto Stock Exchange, on behalf of its client Fernross Investments Limited, underwrite 500,000 shares in the capital of the Company for \$80,000 payable within five days after acceptance of this Filing Statement, Viz: 400,000 shares @ 15¢ per share and 100,000 shares @ 20¢ per share, and receive options on the whole or any part of 500,000 shares exercisable at the following prices and within the following times, viz:</p> <div>as to the first 100,000 shares @ 20¢ per share within 3 months of the effective date or within 10 days following the date upon which the Company obtains Supplementary Letters Patent as aforementioned, whichever date shall be the later;</div> <div>as to the next 200,000 shares @ 25¢ per share within 6 months of the effective date or within 10 days following the date upon which the Company obtains Supplementary Letters Patent as aforementioned, whichever date shall be the later;</div> <div>as to the remaining 200,000 shares @ 30¢ per share within 9 months of the effective date or within 10 days following the date upon which the Company obtains Supplementary Letters Patent as aforementioned, whichever date shall be the later.</div> <p>Management option to Allan J. Anderson in consideration of his serving as General Manager of the Company without any other remuneration, on the whole or any part of 100,000 shares in the capital of the Company upon payment at 15¢ per share at any time within 2 years from September 24th, 1964.</p>

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<p>The following are the names and addresses of the only persons who have any interest direct or indirect in the shares to be underwritten and optioned pursuant to the aforementioned agreement, each of whom holds a one-third interest in Fernross Investments Limited, viz:</p> <p>Charles Camsell, 419 Browning Street, Haileybury, Ontario who is the President and a director of the Company, Hugh Irving, Wallace Road, North Bay, Ontario who is the Vice-President and a director of the Company, and <u>Alex MacPherson, 1351 Seymour Street, North Bay, Ontario.</u></p>																																	
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None																																	
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes to carry out the recommendations of A.C.A. Howe, P. Eng., in his accompanying report of March 22nd, 1965 on the Company's Brunne Lake claims at an estimated cost of \$5,000. The Company also proposes to carry out the recommendations of G.L. Holbrooke, Consulting Economic Geologist in his accompanying report of May 4th, 1965 on the Company's Echo Township claims at an estimated cost of \$ 6,500. The proceeds of the sale of shares pursuant to the underwriting and option agreement aforementioned will be used to pay and discharge the Company's liabilities in the amount of about \$35,000, to pay for the aforementioned recommended programs, to pay the acreage taxes and for the assessment requirements to maintain the Company's Duprat Township claims, to pay for administration expenses estimated at about \$1,000 per month, and the balance of the funds on hand will be used for further exploration of the Company's claims recommended by the Company's engineers.</p> <p>The Company is presently investigating the possibility of acquiring or participating in the exploration of other properties, but the Company will not bind itself to any such acquisition or participation until notice thereof has been given to and accepted by the Toronto Stock Exchange.</p>																																	
10. Brief statement of company's chief development work during past year.	<p>Since the Company's last filing statement of September 24th, 1964, No. 1177 the Company carried out an extensive exploration program consisting of geological mapping, magnetometer survey and 5833 feet of diamond drilling on its group of 69 claims in Brunne Lake at a cost of about \$45,000 with inconclusive results. The Company obtained options to acquire the Billy Boy group of 14 claims and the Baker-Patton group of 25 claims in the Knobby Lake area of Manitoba at a cost of about \$1,750 and staked 18 claims contiguous to the Billy Boy group at a cost of \$540. The Company then proceeded to carry out a program of exploration consisting of electromagnetic survey and 718 feet of diamond drilling on the Billy Boy group and 2565 feet of diamond drilling on the Baker-Patton group at an over-all cost of about \$21,000. The results were disappointing and the Company has decided to let the options lapse and to incur no further expenditures on the staked claims. The Company is maintaining its Duprat Township claims in good standing but no work other than to meet assessment requirements is planned for this group in the immediate future. The Company has staked 23 claims and arranged for the staking of 4 additional claims in Echo Township of Ontario referred to in the accompanying report of G.L. Holbrooke at an over-all cost of about \$2,200.</p>																																	
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None at the present time. (See Item 10)																																	
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.																																	
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>795,000 shares in the capital of the Company are being held in escrow by Premier Trust Company, 19 Richmond Street West, Toronto, Ontario, subject to release only on the written consents of the Toronto Stock Exchange and a majority of the directors of the Company. Appropriate consents have been given to the release of 390,000 thereof pro rata to Hugh Irving, Charles Camsell and Alex MacPherson as follows: 195,000 shares to be released on September 15th, 1965 and 195,000 shares to be released on March 15th, 1966.</p>																																	
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>The following are the registered holders of the said 795,000 escrowed shares:</p> <table><thead><tr><th>Name</th><th>Address</th><th>Shares</th></tr></thead><tbody><tr><td>Hugh Irving</td><td>Wallace Road, North Bay, Ontario</td><td>130,000</td></tr><tr><td>Charles Camsell</td><td>419 Browning Street, Haileybury, Ontario</td><td>130,000</td></tr><tr><td>Alex MacPherson</td><td>1351 Seymour Street, North Bay, Ontario</td><td>130,000</td></tr><tr><td>James D. McCannell</td><td>170 Bay Street, Toronto, Ontario</td><td>45,000</td></tr><tr><td>Thomas Lamb</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Robert G. Thomson</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Carl Pielsticker</td><td>184 Bay Street, Toronto, Ontario</td><td>45,000</td></tr><tr><td>Allan J. Anderson</td><td>4 Garland Avenue, Toronto, Ontario</td><td>45,000</td></tr><tr><td>Helen Robertson</td><td>60 Highland Avenue, Toronto, Ontario</td><td>90,000</td></tr><tr><td>Bebe Ciglen</td><td>101 Bayview Ridge, Willowdale, Ontario</td><td>90,000</td></tr></tbody></table> <p>Fernross Investments Limited is the beneficial owner of the shares registered in the names of Hugh Irving, Charles Camsell and Alex MacPherson as set out above.</p>	Name	Address	Shares	Hugh Irving	Wallace Road, North Bay, Ontario	130,000	Charles Camsell	419 Browning Street, Haileybury, Ontario	130,000	Alex MacPherson	1351 Seymour Street, North Bay, Ontario	130,000	James D. McCannell	170 Bay Street, Toronto, Ontario	45,000	Thomas Lamb	The Pas, Manitoba	45,000	Robert G. Thomson	The Pas, Manitoba	45,000	Carl Pielsticker	184 Bay Street, Toronto, Ontario	45,000	Allan J. Anderson	4 Garland Avenue, Toronto, Ontario	45,000	Helen Robertson	60 Highland Avenue, Toronto, Ontario	90,000	Bebe Ciglen	101 Bayview Ridge, Willowdale, Ontario	90,000
Name	Address	Shares																																
Hugh Irving	Wallace Road, North Bay, Ontario	130,000																																
Charles Camsell	419 Browning Street, Haileybury, Ontario	130,000																																
Alex MacPherson	1351 Seymour Street, North Bay, Ontario	130,000																																
James D. McCannell	170 Bay Street, Toronto, Ontario	45,000																																
Thomas Lamb	The Pas, Manitoba	45,000																																
Robert G. Thomson	The Pas, Manitoba	45,000																																
Carl Pielsticker	184 Bay Street, Toronto, Ontario	45,000																																
Allan J. Anderson	4 Garland Avenue, Toronto, Ontario	45,000																																
Helen Robertson	60 Highland Avenue, Toronto, Ontario	90,000																																
Bebe Ciglen	101 Bayview Ridge, Willowdale, Ontario	90,000																																

FINANCIAL STATEMENTS

ANSIL MINES LIMITED

BALANCE SHEET

AS AT MARCH 31, 1965

ASSETS

Current assets

Cash

\$3,925.01

Interest in other companies

1 share Paint Hill Explorations Inc.

\$ 1.00

Subsidiary company - Glenmar Lithium

Mines Limited - shares

\$64,631.00

Advances repayable by the issue of shares

3,153.87

67,784.87

67,785.87

Less Allowance for decline in value

67,366.37

419.50

Mining claims and properties - at cost

Cobalt area, Ontario - subject to lease with
option to purchase

180,500.00

Duprat Township, Quebec

73,075.00

Cranberry Portage, Manitoba

66,500.00

Flin Flon, Manitoba (staked)

540.00

Thunder Bay area, Ontario (staked)

2,200.43

322,815.43

Cost of option to purchase claims

-Flin Flon area, Manitoba

1,750.00

324,565.43

Deferred exploration and administrative expenditures

299,074.49

\$627,984.43

LIABILITIES AND CAPITAL

Current liabilities

Accounts payable

\$4,134.28

Advance from underwriter

30,000.00

\$34,134.28

Capital stock

Authorized: 5,000,000 shares, par value \$1 each

Issued: 4,382,143 shares

4,382,143.00

Less discount

3,259,863.64

1,122,279.36

Contributed surplus

3,006,176.04

Deficit

(3,534,605.25)

593,850.15

\$627,984.43

Signed on behalf of the Board:

G. S. Buchanan Director

J. A. Larn Director

STATEMENT OF EXPLORATION AND ADMINISTRATIVE EXPENDITURES

EXPLORATION

Diamond drilling	\$23,265.85	
Line-cutting, trenching and surface exploration	6,295.58	
Engineering and consulting fees and expenses	4,317.40	
Geological and geophysical surveys	5,179.87	
Transportation of men, supplies & equipment	2,554.58	
Assays	1,463.65	
Camp expenses and supplies	887.79	
Maps	245.80	\$44,210.52

Diamond drilling	12,332.08	
Geophysical survey	3,460.50	
Engineering and consulting fees and expenses	3,960.50	
Assays	332.00	
Maps	138.76	20,223.84

800.00

ADMINISTRATIVE

Stock exchange filing fees and expenses	274.31	
Share issue and transfer expenses	2,343.20	
Directors meeting expenses	2,360.63	
Legal and audit	5,985.10	
Shareholders information and publicity	1,814.99	
Accounting and secretarial	1,550.00	
Travelling expenses	1,053.04	
Directors' fees	750.00	
Office and general expense	348.97	
Rent received - Cobalt	<u>(1,000.00)</u>	<u>\$15,480.24</u>
		\$80,714.60

FOR THE SEVEN MONTHS ENDED MARCH
31st, 1965

Sale of capital stock for cash		
400,000 shares at 12-1/2¢ per share	\$50,000.00	
200,000 shares at 17-1/2¢ per share	<u>35,000.00</u>	\$85,000.00
Shares issued for mining property		
450,000 shares at 10¢ per share		<u>45,000.00</u>
		\$130,000.00

Mining claims purchased - cash	21,500.00	
- shares	45,000.00	
Staking costs	2,740.43	
Cost of option to purchase claims	1,750.00	
Exploration and administrative expenses	80,714.60	
Advance to Glenmar Lithium Mines Ltd.	<u>168.75</u>	<u>151,873.78</u>
Decrease in working capital		\$21,873.78

L. S. Buchanan Director

Director

CERTIFICATION

The undersigned directors of Ansil Mines Limited hereby certify that there have been no material changes in the financial position of the Company since March 31st, 1965, the date of the financial statements accompanying the Filing Statement of the said Company dated 4th May, 1965 and filed with the Toronto Stock Exchange.

DATED this 4th day of May, 1965.

Director

Director

ENGINEER'S REPORT

Note:-The following are excerpts from a report by A.C.A. Howe, B. Sc., P. Eng., dated March 22nd, 1965, on mining claims located in the Athapapuskow Area of the Pas Mining Division, Province of Manitoba. A complete copy of this report is on file with the Toronto Stock Exchange.

SUMMARY

An extensive exploration program has been carried out consisting of Geological Mapping, a Magnetometer Survey and 5833 feet of diamond drilling.

A sulphide zone crosses the property for a length of 4 miles, and an average width of 200 feet. Surface sampling and subsequent diamond drilling indicated low values of copper, nickel and zinc.

An airborne magnetic anomaly on Brunne Lake, accompanied by a regional gravity high indicated the possibility of an ultrabasic plug under the lake. Since nickel sulphides are frequently related to peridotite intrusives, the magnetic anomaly appears significant. One hole was drilled to test the anomaly, however no ultrabasic body was intersected. There remains the possibility of a deep seated intrusive.

No work is presently being carried out, but it is recommended that the claims be kept in good standing. Exploration currently being performed on neighbouring properties may indicate new areas to test on the property.

Future work should consist of exploration for subsidiary sulphide concentrations away from the main zone, testing of certain magnetic anomalies on the lake by drilling, and exploration of the fold structure indicated at the junction of the southwest arm and main section of Brunne Lake.

CONCLUSIONS AND RECOMMENDATIONS

The recommendations of the initial report of A. C. A. Howe, dated October 16, 1964 have been carried out. Geological and magnetometer surveys were completed over the major part of the property. These indicated the main sulphide zone, the contacts between the various rock formations, and in particular the folded areas of the greenstones. Also the location of the airborne magnetic anomaly was outlined with the magnetometer.

Seventeen diamond drill holes explored the areas of interest indicated from the surveys. No economic quantities of base metals were found, and there was no indication of an increase in base metal content with depth. Consequently, work was suspended on the property.

There remain certain areas where further work could be done at a future date, and it is therefore recommended that the property be kept in good standing.

Although the main sulphide zone can be assumed to be uneconomic, sulphides in faults and folded formations elsewhere on the property may exist and may contain base metals. The following areas are recommended for further work:-

1. Magnetic anomalies as outlined in this report under the heading of Magnetometer Survey.
2. Folded sections of the greenstone formation, and in particular the fold around the granite nose at the junction of the southwest arm of Brunne.

These areas should initially be tested using an electromagnetic instrument to determine whether massive sulphides may exist. Any electromagnetic anomalies obtained should be drilled. An amount of \$5000. should be allocated for this work.

Respectfully submitted,

A. C. A. Howe, P.Eng.

CERTIFICATE

I, A. C. A. HOWE, of the City of Toronto, in the County of York, Province of Ontario, hereby certify that:

1. I am a Mining Engineer with offices at 402 - 100 Adelaide St. West, Toronto, Ontario.
2. I am a graduate of London University, England, B.Sc. in 1949.
3. I am a member of the Association of Professional Engineers of Ontario.
4. I have no interest, direct or indirect, in either the property or securities of Ansil Mines Limited, nor do I expect to receive any such interest.
5. This report is based on a knowledge of the property obtained from supervision of the work program from September, 1964 to February, 1965, and on available government reports and maps.

DATED at Toronto, Ontario this 22nd day of March, 1965.

A. C. A. Howe, P.Eng.

ENGINEER'S REPORT

Note:-The following are excerpts from a report by A. C. A. Howe, B. Sc., P. Eng., dated April 5th, 1965, on mining claims located on Athapapuskow Lake, east of Flin Flon, Province of Manitoba. A complete copy of this report is on file with the Toronto Stock Exchange.

SUMMARY

Ansil Mines have optioned 25 claims located near Sourdough Bay, of Lake Athapapuskow.

The property had been previously explored by Callinan Flin Flon in 1927. On the Neo claim surface pits and a shaft 450 feet deep, with some lateral work, were excavated. Subsequently, Hudson Bay Mining re-opened the underground workings about 10 years ago, and carried out surface and underground drill programs.


On the Zero claim, about one quarter of a mile north of the shaft an occurrence of chalcopyrite in a shear zone had not previously been explored by diamond drilling. Ansil explored this zone with 10 holes totalling 2565 feet. Although a copper bearing zone was outlined, the grade was not economic and it is recommended that the option on the property be allowed to lapse.

CONCLUSIONS AND RECOMMENDATIONS

The results of the drill program have indicated that copper occurs as narrow high grade lenses within a 50 to 100 ft. wide sulphide zone. The high grade sections are not sufficient to make the sulphide zone economic. These results are similar to those obtained by Hudson Bay in their drilling of the shaft area. Since Hudson Bay drilled some holes to a vertical depth of 500 ft. plus, with no increase in values, it may be expected that the zone drilled by Ansil would have similar results at depth. Consequently, further drilling at depth on the Ansil zone does not appear to be warranted.

The property is held by Ansil under an option agreement, and it is recommended that the option be allowed to lapse.

Respectfully submitted,

A. C. A. Howe, P.Eng.

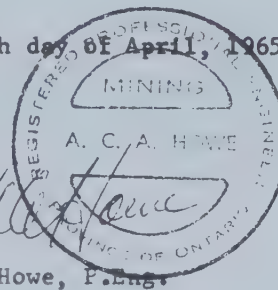
A. C. A. Howe, P.Eng.

CERTIFICATE

I, A. C. A. HOWE, of the City of Toronto, in the County of York, Province of Ontario, hereby certify that:

1. I am a Mining Engineer with offices at 402 - 100 Adelaide St. West, Toronto, Ontario.
2. I am a graduate of London University, England, B.Sc. in 1949.
3. I am a member of the Association of Professional Engineers of Ontario.
4. I have no interest, direct or indirect, in either the property or securities of Ansil Mines Limited, nor do I expect to receive any such interest.
5. This report is based on a knowledge of the property gained from supervision of the diamond drill program between December, 1964 to February, 1965, and on government reports and maps.

DATED at Toronto, Ontario, this 5th day of April, 1965.

A circular professional seal for A. C. A. Howe, P. Eng., Ontario. The seal contains the text "REGISTERED PROFESSIONAL ENGINEER", "MINING", "A. C. A. HOWE", and "PROVINCE OF ONTARIO". A handwritten signature is written across the seal.

A. C. A. Howe, P. Eng.

ENGINEER'S REPORT

Note:- The following are excerpts from a report by A.C.A. Howe, B. Sc., P. Eng., dated April 9th, 1965, on mining claims located on Lake Athapapuskow, southeast from Flin Flon, Province of Manitoba. A complete copy of this report is on file with the Toronto Stock Exchange.

SUMMARY

The Billy Boy property consists of 18 claims staked by Ansil and 14 claims held under an option agreement. Previous work on the property indicated copper mineralization on an andesite-rhyolite contact, and gold in quartz veins, both situated on an island on Lake Athapapuskow.

Ansil performed an electromagnetic survey to determine whether concentrations of copper may occur under the lake and on the same general strike as the known deposits. However, no electromagnetic conductors were found.

In addition, Ansil drilled three holes totalling 718 feet, to test the two gold showings. No gold values were obtained.

It is recommended that the option on the property be allowed to lapse.

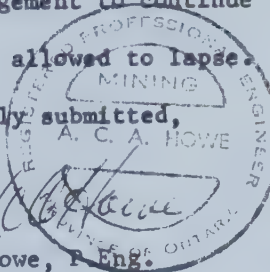
CONCLUSIONS AND RECOMMENDATIONS

An exploration program consisting of an electromagnetic survey and three drill holes was carried out, and the results were negative.

This amount of work obviously does not cover all the possibilities of economic mineralization occurring, on the property. However, the work completed does not provide sufficient encouragement to continue the option agreement, and it is recommended that this be allowed to lapse.

Respectfully submitted,

A. C. A. Howe, P. Eng.



A. C. A. HOWE, P.ENG.

CERTIFICATE

I, A. C. A. HOWE, of the City of Toronto, in the County of York, Province of Ontario, hereby certify that:

1. I am a Mining Engineer with offices at 402 - 100 Adelaide St. West, Toronto, Ontario.
2. I am a graduate of London University, England, B.Sc. in 1949.
3. I am a member of the Association of Professional Engineers of Ontario.
4. I have no interest, direct or indirect, in either the property or securities of Ansil Mines Limited, nor do I expect to receive any such interest.
5. This report is based on a knowledge of the property gained from supervision of the exploration program during February and March, 1965.

DATED at Toronto, Ontario, this 9th day of April, 1965.

A. C. A. Howe, P.Eng.



A. C. A. HOWE, P.ENG.

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>As at March 31st, 1965 the following were the 5 largest registered shareholders:</p> <table> <tr> <td>1. Hugh Irving, Wallace Road, North Bay, Ontario</td><td>195,100</td></tr> <tr> <td>2. Charles Camsell, 419 Browning Street, Haileybury, Ontario</td><td>195,100</td></tr> <tr> <td>3. Alex MacPherson, 1351 Seymour Street, North Bay, Ontario</td><td>195,000</td></tr> <tr> <td>4. J.P. Cannon & Co. Limited, 372 Bay Street, Toronto, Ontario</td><td>650,752</td></tr> <tr> <td>5. James Richardson & Sons, 173 Portage Ave.E., Winnipeg, Manitoba</td><td>239,562</td></tr> </table> <p>The beneficial owners of the shares listed in items 4 and 5 above are not known.</p> <p>The number of shares listed in 1, 2 and 3 above are inclusive of the 130,000 escrowed shares held by the parties named as set out in item 14 above and Fernross Investments Limited is the beneficial owner of the said escrowed shares.</p>	1. Hugh Irving, Wallace Road, North Bay, Ontario	195,100	2. Charles Camsell, 419 Browning Street, Haileybury, Ontario	195,100	3. Alex MacPherson, 1351 Seymour Street, North Bay, Ontario	195,000	4. J.P. Cannon & Co. Limited, 372 Bay Street, Toronto, Ontario	650,752	5. James Richardson & Sons, 173 Portage Ave.E., Winnipeg, Manitoba	239,562
1. Hugh Irving, Wallace Road, North Bay, Ontario	195,100										
2. Charles Camsell, 419 Browning Street, Haileybury, Ontario	195,100										
3. Alex MacPherson, 1351 Seymour Street, North Bay, Ontario	195,000										
4. J.P. Cannon & Co. Limited, 372 Bay Street, Toronto, Ontario	650,752										
5. James Richardson & Sons, 173 Portage Ave.E., Winnipeg, Manitoba	239,562										
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	It may be stated that Hugh Irving, Charles Camsell and Alex MacPherson referred to in items 14 and 15 above, through their ownership of Fernross Investments Limited are in a position to materially affect control of the Company. It may also be pointed out that through their election as Directors and as President and Vice-President respectively of the Company, Messrs. Charles Camsell and Hugh Irving may be able to further affect control of the Company through the solicitation of proxies for the annual meeting of shareholders.										
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p>510,015 shares of Glenmar Lithium Mines Limited carried on the books of the Company at a cost of \$64,631 and advances to said company aggregating \$3,153.87 which may be converted into shares.</p> <p>1 share of Painthill Explorations Inc. (now defunct) carried on the books of the Company at \$1.00.</p> <p>None of the said shares has any present market value.</p>										
18. Brief statement of any lawsuits pending or in process against company or its properties.	None.										
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Underwriting and Option agreement between J.P. Cannon & Co. Limited and the Company dated May 4th, 1965 referred to in item 6 above. Agreement with Allan J. Anderson dated September 15th, 1964, providing for his engagement as General Manager without any remuneration other than the option referred to in item 6 above.										
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The shares of the Company are in the course of primary distribution to the public.										

CERTIFICATE OF THE COMPANY

DATED May 4th, 1965.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"C. Camsell" Per: [Signature] ANSIL MINES LIMITED
 "H. R. Irving" Per: [Signature] CORPORATE SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"L. W. Greeniaus" Per: [Signature] J.P. CANNON & CO. LIMITED
 "R. Fleisher" Per: [Signature]

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 2
FILED, JULY 29th. 1965.

ANSIL MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1311 dated May 4, 1965.

1. Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	Acquisition of working option on mining claims in Masham Township, P.Q.												
4. Share capitalization showing authorized and issued and outstanding capital.	Supplementary Letters Patent have issued to the Company increasing its authorized capital to 10,000,000 shares with a par value of \$1 each, of which 4,882,143 shares are presently issued and outstanding as fully paid and non-assessable share.												
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>Under an agreement dated 4th May, 1965 made between the Company and J.P.Cannon & Co. Limited (acting on behalf of its client Fernross Investments Limited) as Underwriter/Optionee, the Underwriter/Optionee holds the sole and exclusive option to purchase the whole or any part of 500,000 shares of the Company exercisable at the following prices and within the following times:</p> <table><tr><th>Number of Shares</th><th>Price per Share</th><th>Exercisable on or before</th></tr><tr><td>100,000</td><td>20¢</td><td>13th August, 1965</td></tr><tr><td>200,000</td><td>25¢</td><td>13th November, 1965</td></tr><tr><td>200,000</td><td>30¢</td><td>13th February, 1966</td></tr></table> <p>The general manager of the Company, Allan J.Anders in consideration of his serving in such capacity without any other remuneration, was granted and holds an option to purchase all or any part of 100,000 shares of the Company upon payment therefor at 15¢ per share at any time up to and including 24th September, 1966.</p>	Number of Shares	Price per Share	Exercisable on or before	100,000	20¢	13th August, 1965	200,000	25¢	13th November, 1965	200,000	30¢	13th February, 1966
Number of Shares	Price per Share	Exercisable on or before											
100,000	20¢	13th August, 1965											
200,000	25¢	13th November, 1965											
200,000	30¢	13th February, 1966											
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>Further exploration of the Company's Brunne Lake claims, as recommended by A.C.A. Howe in his report of 22nd March, 1965 accompanying Filing Statement No. 1311, is planned for the coming winter season. Work on the Company's Echo Township claims is currently deferred pending receipt of information from a nearby property now being investigated by a major exploration company. The Company has considered several other properties and has now acquired a working option on claims in Masham Township, P.Q., on the terms outlined in paragraph 11 below. It is proposed to carry out preliminary investigation of these claims as recommended in the report of A.C.A. Howe dated 12th July, 1965 filed with this Statement.</p> <p>Excerpts from this report are reproduced within.</p>												

FINANCIAL STATEMENT

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the 3-1/2 months ended

July 15, 1965

Source of Funds

Sale of capital stock for cash

400,000 shares at 15¢ per share	\$60,000.00	
100,000 shares at 20¢ per share	<u>20,000.00</u>	\$80,000.00
Cash on Deposit, March 31, 1965		3,925.01
Accounts Payable July 15, 1965		<u>1,761.30</u>
		\$85,686.31

Application of Funds

Exploration Expenses:

Engineering fees and expenses	\$2,041.96	
Development licences - Duprat Twp.	243.50	
Recording work - Manitoba	316.00	
Investigations of properties in British Columbia	<u>1,149.22</u>	3,750.68

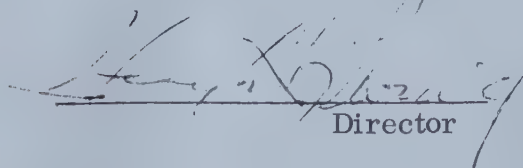
Administrative Expenses:

Stock Exchange fees	300.00	
Legal and Audit	650.00	
Accounting and Secretarial	750.00	
Directors' fees and travel	595.79	
Transfer Agency fees	829.51	
Printing and mailing	931.79	
Office and General Expense	<u>244.57</u>	4,391.66
Option to acquire mining claims		200.00
Treasurer of Ontario re supplementary letters patent		1,660.00
Repayment of Advances from Underwriter		30,000.00
Accounts Payable at March 31, 1965	<u>4,134.28</u>	<u>\$44,046.62</u>
Cash on deposit July 15, 1965		<u>\$41,639.69</u>

Signed on behalf of the Board



Director


Director

ENGINEER'S REPORT

Note:- The following are excerpts from a report by A. C. A. Howe, B. Sc., P. Eng., dated July 12th, 1965, on mining claims located in Masham Township, in Gatineau County, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

CONCLUSIONS AND RECOMMENDATIONS

The property has been investigated in the past by several companies, including Vic-Ore Molybdenum who operated a small 50-ton mill from 1943 - 1944. None of the past operators were successful in developing tonnage sufficient for an economic operation. However it must be remembered that the price of molybdenum was much lower, and in fact Vic-Ore who operated under the best conditions during a war-time shortage of molybdenum received only 90¢ per lb. of contained molybdenum. Today's prices are around \$1.80 per lb.

The average grade of the deposit appears to be difficult to determine, since reported assays vary from mill heads of 0.15% MoS_2 obtained by Vic-Ore from the No. 2 zone, to bulk shipments to Ottawa Testing Laboratories which assayed over 1%.

The No. 1 area, which appears to be the best, was reported to contain some 1000 tons of 0.5% MoS_2 by Eardley-Wilmot. While Ingham reported 9000 tons of 0.15% to 0.25%, and an additional 1500 tons of 0.75%. The zone was barely worked by Vic-Ore, and then only near the close in 1944.

The No. 1 zone has a length of 400 feet, and widths of from 8 - 40 feet but has never been explored at depth. Since this appears to be the best zone discovered to date, it should be explored more fully. It is necessary to find the actual grade of the zone, and to conduct mill tests on un-oxidized bulk samples to determine whether commercial concentrates can be obtained.

In addition, it is necessary to discover other lenses of ore grade material nearby. The possibilities of finding other lenses are good. In the first place, the western projection of No. 1 zone is covered by swamp. As far as is known, no exploration work has been carried out under the swamp. In addition, the No. 1 zone appears to occur on the nose of a fold and strikes east-west and dips steeply north, whereas the No. 2 zone strikes north-south and dips flatly east.

It is therefore possible that other lenses occur similar to No. 1, and either parallel to it on the same fold, or on other similar folds. The following initial exploration program is therefore recommended:

1. De-water the old pits, and shaft in the No. 1 zone, and examine the cross-cut at the bottom of old shaft in No. 2 pit.

Bulk sample the zone, by slashing the cross-cut and the bottom of the pit. If necessary

drift to establish the true hanging wall of the zone.

The bulk sample (about 10 tons) obtained should be shipped for mill tests at Ottawa Testing Laboratories.

Estimated costs, including rental of 350 cu. ft. compressor, one mine car, slusher, track and hose, and erection of small tripod type headframe, also supervision and test work.

\$ 12,000.00

2. If the results of the sampling program indicate that the grades are economic, then exploration to discover new zones of molybdenum should be carried out:
 - a) Cut grid lines in a direction N45°E, at 100' intervals over favourable area.
 - b) Detailed geological mapping and prospecting along these lines.
 - c) Magnetometer survey to pick up pyroxene and pyrrhotite with which molybdenum associated.
 - d) Electromagnetic and/or self-potential surveys to outline sulphide concentrations with which molybdenum is associated.

The lake area will have to be surveyed in Winter, but is important since the north end of Indian Lake may occur in an area of structural weakness.

Estimated costs over 10 line miles over the south half of the two lots.

\$ 3,000.00

3. Depending on the above results, then diamond drilling below the known zones to test depth extensions of the lenses, also drilling to investigate new areas outlined by the surveys.

Estimated 3000 feet of drilling at
\$6.00 including supervision and assay-
ing.

\$ 18,000.00

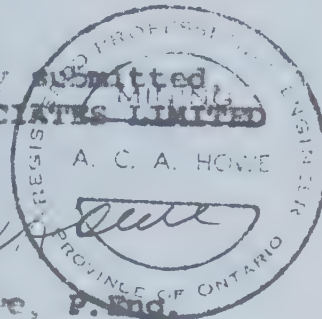
Total costs are:

1. Bulk sampling and mill test work \$ 12,000.00
2. Exploration and surveys for new zones \$ 3,000.00

Depending on the results of this work, and if
warranted, exploration program by diamond
drilling.

\$ 18,000.00

Respectfully submitted,
A. C. A. HOWE & ASSOCIATES LIMITED



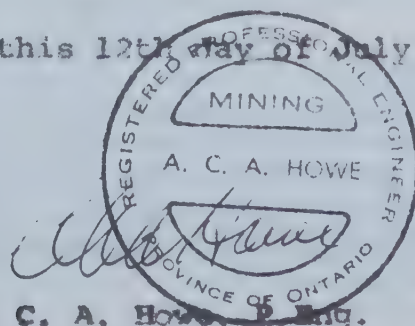
A. C. A. Howe, P. Eng.

CERTIFICATE

I, A. C. A. HOWE, of the City of Toronto, in the
County of York, Province of Ontario, hereby certify that:

1. I am a Mining Engineer with offices at 826 - 159 Bay Street, Toronto, Ontario.
2. I am a graduate of London University, England, B.Sc. in 1949.
3. I am a member of the Association of Professional Engineers of Ontario.
4. I have no interest, direct or indirect, in either the property or securities of Ansil Mines Limited, nor do I expect to receive any such interest.
5. This report is based on an examination of the property made on June 27, 1965 and on records available at the Mines Branch, Ottawa, and on Government reports and maps.

DATED at Toronto, Ontario, this 12th day of July, 1965.



A. C. A. Howe, P. Eng.

11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>Pursuant to an agreement dated July 8, 1965 in consideration of \$200 heretofore paid, the Company has the right to acquire from R. Rinaldi, 208 Essex House, 185 Bay Street, Toronto, Ontario, mining claims 160820 (1 and 2) covering Lots 54 and 55 in Range 10 of Masham Township, Quebec, on the following terms:-</p> <p>\$2,300 payable on the acceptance of this amending filing statement;</p> <p>\$2,500 payable on or before September 29, 1965;</p> <p>\$5,000 payable on or before March 31, 1966;</p> <p>Having made the aforesaid payments the Company will have until September 30, 1966 to exercise its option to purchase the said claims by payment of an additional \$5,000 and issuing 100,000 shares in its capital stock of which 90% will be escrowed subject to release only on the written consent of the Toronto Stock Exchange. Having exercised its option, the Company will be obliged to make two additional payments of \$5,000 each on March 31, 1967 and September 30, 1967. The option will terminate if the Company defaults in making any of the payments required to be made on September 30, 1966 and prior thereto.</p>
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>The Company has been advised that E. B. Elias, 219 Bell Street, Ottawa, Ont. will receive a greater than 5% interest in the cash to be paid and which may be paid to R. Rinaldi, the optionor mentioned in paragraph 11 above; so far as the Company is aware, no person, firm or corporation other than the said R. Rinaldi is entitled to a greater than 5% interest in the shares of the Company which will issue to R. Rinaldi if the option is exercised</p>
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>Shares of the Company are in the course of primary distribution to the public. There are no other material facts.</p>

DATED July 20th, 1965

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"C. Camsell."

"H. R. Irving"

ANSIL MINES LIMITED

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 301.
FILED, DECEMBER 22nd, 1965.

ANSIL MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1311 dated May 4, 1965 and Amending Filing Statement No. 287 dated July 20, 1965.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	Acquisition of working option on mining claims in Masham Township, P.Q. and Aldfield Township, P.Q. Acquisition of mining claims in Inverness County, Cape Breton Island, Nova Scotia.									
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized capital 10,000,000 shares of \$1.00 par value each. Issued and Outstanding 5,082,143 shares.									
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>Under an Agreement dated the 4th day of May, 1965 made between the Company and J. P. Cannon & Co. Limited (acting on behalf of its client Fernross Investments Limited) as Underwriter-Optionee and amended by an Agreement dated the 13th August, 1965, the Underwriter-Optionee holds the sole and exclusive option to purchase the whole or any part of 400,000 shares of the Company exercisable at the following prices and within the following times:</p> <table><tr><th>Number of Shares</th><th>Price Per Share</th><th>Exercisable on or before</th></tr><tr><td>200,000</td><td>25¢</td><td>13th February, 1966</td></tr><tr><td>200,000</td><td>30¢</td><td>13th May, 1966.</td></tr></table>	Number of Shares	Price Per Share	Exercisable on or before	200,000	25¢	13th February, 1966	200,000	30¢	13th May, 1966.
Number of Shares	Price Per Share	Exercisable on or before								
200,000	25¢	13th February, 1966								
200,000	30¢	13th May, 1966.								
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	The Company has been advised by File Lake Explorations Limited that a finder's fee is payable by it to Carl Palangio, 845 McLaren Street, North Bay, Ontario, and he will be entitled to 50,000 of the 150,000 shares of the Company to be issued to it as set out in Item 11(b), of which 90% will be escrowed.									
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	It is proposed to continue diamond drilling on the Company's optioned properties in Aldfield Township, Quebec mentioned in Item 11(a) below with the view to appraising the economic potential for molybdenum on said properties and on the optioned properties in adjoining Masham Township, Quebec, also mentioned in Item 11(a) below. It is also proposed to carry out the preliminary investigations of the Company's newly acquired properties on Cape Breton Island, Nova Scotia as recommended by A. C. A. Howe in his report to the Company dated December 13th, 1965 filed herewith.									
10. Brief statement of company's chief development work during past year.	Since the Company's last filing statement of May 4, 1965 #1311 the Company has carried out an extensive exploration program consisting of 10 miles of line cutting, self-potential magnetometer and electro-magnetic surveys, 600 cubic feet of rock trenching and 2300 linear feet of diamond drilling on its optioned properties in Masham and Aldfield Townships, P.Q. at a cost of approximately \$36,000.00.									
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>Masham and Aldfield Townships, P.Q.: Pursuant to an agreement dated 27th October, 1965, the Company has the right and option to acquire from Lucien Renaud 252 Murdoch Street, P.O. Box 511, Noranda, Quebec, and Jean L. Viau 2020 La Rivier R.R. #1, Rouyn, Quebec, the following mining claims:</p> <p><u>Miner's Certificate</u> 219523 (claims 1 and 2) covering lots 57 and 58 in Range X of Masham Township 219524 (claims 1 and 2) covering lots 53 and 56 in Range X of Masham Township 220733 (claims 1 and 2) covering lots 51 and 52 in Range X of Masham Township 220735 (claims 1 and 2) covering lots 49 and 50 in Range X of Masham Township 217824 (claims 3 and 4) covering lots 57 and 58 in Range IX of Masham Township 217836 (claims 1 and 2) covering lots 1 and 2 in Range III of Aldfield Township 217823 (claims 1 and 2) covering lots 1 and 2 in Range IV of Aldfield Township 217837 (claims 1 and 2) covering lots 3 and 4 in Range IV of Aldfield Township</p> <p>for the price or sum of \$33,000 payable on the following terms:</p> <p>\$3,000 paid at or before the execution of the said agreement; \$1,000 payable on or before January 21st, 1966; \$2,000 payable on or before March 31st, 1966; \$2,000 payable on or before May 31st, 1966; \$15,000 payable on or before September 30th, 1966; and the balance of \$10,000 to be fully paid and satisfied by the allotment and issuance of 100,000 fully paid and non-assessable shares in the capital stock of the Company, whereof 90% shall be escrowed subject to release only on the written consent of the Toronto Stock Exchange.</p> <p><u>Inverness County, Cape Breton Island, Nova Scotia:</u> Under an Agreement dated December 10th, 1965, subject to the acceptance by the Toronto Stock Exchange of this Amending Filing Statement, the Company has agreed to acquire from File Lake Explorations Limited, 1617 Park Royale Boulevard, Port Credit, Ontario, 74 mining claims being the whole of tracts 62, 63 and 83 and parts of tracts 81 and 82 in Inverness County, Cape Breton Island, Nova Scotia, more particularly described in the report of A. C. A. Howe, dated December 13th, 1965 filed herewith, for the sum of \$4,500 cash and 150,000 fully paid and non-assessable shares in the capital stock of the Company whereof 90% shall be escrowed subject to release only on the written consents of a majority of the directors of the Company and the Toronto Stock Exchange.</p>									

FINANCIAL STATEMENTS

ANSIL MINES LIMITED

STATEMENT OF EXPLORATION EXPENDITURE

FOR THE PERIOD JANUARY 1 TO NOVEMBER 30, 1965

EXPLORATION

Duprat Township, Quebec

Licences and fees	\$ 243.50	\$ 243.50
-------------------	-----------	-----------

Brunne Lake (Cran berry Portage) Manitoba

Licences and fees	346.00	
Engineering fees and expenses	1,011.05	
Camp supplies and expenses	12.85	
Diamond Drilling	11,184.90	
Geological and Geophysical Surveys	2,065.00	
Assays	521.40	
Wages	1,770.00	
Unemployment Insurance	16.32	
Transportation	593.48	
Maps	<u>33.05</u>	17,554.05

Knobby Lake, Manitoba

Engineering fees and expenses	3,683.57	
Diamond Drilling	12,332.08	
Geological and Geophysical Surveys	3,880.00	
Assays	332.00	
Maps	136.80	
Miscellaneous	<u>1.96</u>	20,366.41

Masham Township, Quebec

Licences and fees	500.00	
Engineering fees and expenses	4,733.01	
Diamond Drilling	15,334.73	
Geological and Geophysical Surveys	2,550.00	
General Surface Explorations	10,273.84	
Assays	1,191.00	
Travel Expense	1,440.84	
Maps	30.00	
Miscellaneous Expense	<u>219.49</u>	36,272.91

Outside Explorations

433.51

Exploration Expenditures for the period

74,870.38

Deduct : Knobby Lake, Manitoba, written off to Deficit

20,366.41

\$ 54,503.97

ANSIL MINES LIMITED

SCHEDULE OF ADMINISTRATIVE EXPENDITURES

FOR THE PERIOD JANUARY 1 TO NOVEMBER 30, 1965

Accounting and secretarial	\$2,750.00
Legal and audit fees	2,945.30
Share issue and transfer expenses	2,296.68
Stock Exchange listing and filing costs	3,047.18
Shareholders information - including annual report	2,057.40
Directors' fees and expenses	1,470.04
Travelling expenses	2,905.62
Office and general expense	<u>543.16</u>
	18,015.38
Less: Rent received - Cobalt	<u>1,000.00</u>
	<u>\$ 17,015.38</u>

STATEMENT OF SOURCES AND APPLICATION OF FUNDS

FOR THE PERIOD JANUARY 1 TO NOVEMBER 30, 1965

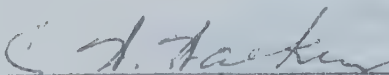
SOURCES OF FUNDS

Sale of capital stock		
500,000 shares at 15¢ per share	\$ 75,000.00	
200,000 shares at 20¢ per share	<u>40,000.00</u>	\$ 115,000.00

APPLICATION OF FUNDS

Exploration expenditures - per schedule	74,870.38	
Administrative expenditures - per schedule	17,015.38	
Cost of options to purchase mining claims	8,600.00	
Staking costs - Thunder Bay area, Ontario	1,662.43	
Advances to Glenmar Lithium Mines Ltd.	168.75	
Cost of Supplementary Letters Patent	2,910.00	
Staking costs - Manitoba - applied to exploration expenditures	<u>(540.00)</u>	<u>104,686.94</u>
<u>Increase in working capital</u>		<u>\$10,313.06</u>

Signed on behalf of the board ;



Director



Director

ENGINEER'S REPORT

Note: The following are excerpts from a report by A.C.A. Howe, P.Eng., dated December 13th, 1965, on mining claims located in Inverness County, Cape Breton Island, Nova Scotia. A complete copy of this report is on file at the Toronto Stock Exchange.

PROPERTY

The property consists of five tracts of land numbered 62, 63, 81, 82 and 83, Reference Map No. 11-K-10-B, Nova Scotia Department of Mines.

The claims are more fully described below:

<u>Tract No.</u>	<u>Claims</u>
62	A, B, C, D, E, F, G, H, J, K, L, M, N, O, P, Q. (16 claims)
63	A, B, C, D, E, F, G, H, J, K, L, M, N, O, P, Q. (16 claims)
81	A, B, C, D, E, F, G, H, J, P, Q. (11 claims)
82	A, B, C, D, E, F, G, H, J, K, L, M, N, O, P. (15 claims)
83	A, B, C, D, E, F, G, H, J, K, L, M, N, O, P, Q. (16 claims)

Total - 74 Claims

These claims form an approximately rectangular block 3 miles east to west, 2 miles north to south containing 2960 acres.

LOCATION AND ACCESS

The property is situated approximately eight (8) miles west of the Village of Cheticamp in Inverness County, Cape Breton Island, Nova Scotia.

Access is available by an old lumber road shown as Roache Road on the Department of Mines' map. This road passes through tracts 81 and 82 on the north half of the property.

HISTORY

The first work done in this area appears to have been prospecting carried out before 1890 on Faribault Brook located one and one-half miles north of the north boundary of the property. This consisted of a silver mining venture and a small mill was erected. No record of production is available. In 1952-57, Minex Corporation carried out exploration work on

Dauphinee Brook where a showing was located within the boundary of the National Park.

This property was acquired by Barrington Exploration in 1965.

The property now owned by Ansil was explored by Gordon Minerals Limited in 1956. At the request of Mr. A. S. Bryson, Manager, an airborne electromagnetic survey was carried out over the group of claims. Ansil Mines Limited acquired their property in December, 1965.

PREVIOUS WORK DONE

In 1956, the property was owned by Gordon Minerals. They completed an airborne electromagnetic survey which was conducted by Aerophysics of Canada Limited. The method used was a single frequency out-of-phase method. Orientation of the Aerophysics system is such that minimum response is obtained when flight lines are at right angles to a conductive body. In this regard it is probably significant that the east-west flight lines did not pick up any anomalous zones. This leads to the presumption of a generally north-south strike for any conductors. In a report by J. P. Nowlan dated June 25, 1956 he describes the anomalies obtained as follows:

Anomaly 1 - This anomaly occurs on flight line 1, north of Fisse Brook, and constitutes what is probably the best conductive zone in the area. It is flanked by -

Anomaly 2 - A smaller conductive zone which lies approximately one-half mile to the south and by -

Anomaly 11 - Which is a small zone of questionable conductivity on high ground one-quarter mile to the north.

Anomaly 5 - This anomaly occurs in conjunction with a sharp jump in total signal strength such as is frequently due to erratic movement of aircraft or bird. It consequently may be in part due to other than bedrock conductivity. The zone cannot be dismissed without checking it on the ground.

Anomaly 6 - A weak anomaly.

No follow up work has been carried out on the ground to check these anomalies. In a telephone conversation with Mr. A. S. Bryson he reports that only reconnaissance geological surveying was done on the ground.

CONCLUSIONS AND RECOMMENDATIONS

The Ansil Mines property is situated in an area where economic minerals have been found occurring in a complex series of meta-sedimentary/meta-volcanic rocks. The geological maps of the area indicate that this favorable series occurs on the east side of the property and trends in a north-south direction.

In addition, work done on the Barrington Exploration property lying one mile north of the north boundary of Ansil Mines has indicated a mineral occurrence consisting of silver-zinc-lead mineralization.

The assays obtained and the size of the occurrence indicated by geochemistry have indicated a potentially economic size of deposit.

Exploration work is therefore warranted on the Ansil Mines property to determine whether other similar deposits may occur.

The other formations on the property should also be investigated since only general geological surveying has been completed and other formations may exist as inliers within the granite. The work however should be concentrated on the favorable formations on the east side of the property. In order to ascertain the areas for initial exploration work, photo-geological interpretation is recommended.

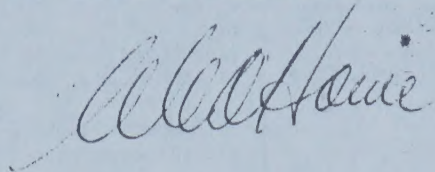
Since the mineralization discovered in the nearby area consists of lead-zinc-silver mineralization, it should be understood that it is unlikely that these can be discovered by electromagnetic methods. However some reconnaissance electromagnetic work is recommended in order to check the airborne conductors. The best tool available for the area appears to be soil sampling and geochemical analysis.

The following program is therefore recommended:

1. An initial linecutting program on tracts 63, 81, 82 - a total of 45 miles.	\$ 2250.00
2. Photo-geological interpretation of the whole property.	600.00
3. Geochemical survey on the lines cut.	3250.00
4. Check E.M. survey of airborne conductors, supervision, contingencies.	1000.00
	<hr/>
	\$ 7100.00
	<hr/>

The lines should be cut east-west to intersect in a normal direction the geological contacts.

Respectfully submitted,
A. C. A. HOWE & ASSOCIATES LTD.



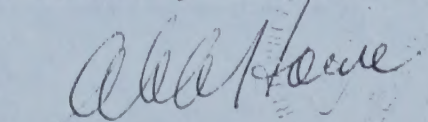
A. C. A. Howe, P.Eng.

CERTIFICATE

I, A. C. A. Howe, of the City of Toronto, in the County of York, Province of Ontario, hereby certify that:

1. I am a Mining Engineer with offices at 826-159 Bay St. Toronto, Ontario.
2. I am a graduate of London University, England, B.Sc. in 1949.
3. I am a member of the Association of Professional Engineers of Ontario.
4. I have no interest, direct or indirect, in either the property or securities of Ansil Mines Limited, nor do I expect to receive any such interest.
5. This report is based on knowledge gained from supervision of the work program on the nearby Barrington Exploration property and on available Government reports and maps and on the records of Gordon Minerals Incorporated.

DATED this 13th day of December, 1965 at Toronto, Ontario.



A. C. A. Howe, P.Eng.

12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>Messrs. Lucien Renaud and Jean L. Viau, the vendors of the claims mentioned in Item 11(a) above are the only persons to the knowledge of the Company who are entitled to receive a greater than 5% interest in the shares and other consideration to be received by them as set out in Item 11 (a) above.</p> <p>The Company has been advised that Mr. Carl Palangio, 845 McLaren Street, North Bay, Ontario, will receive a greater than 5% interest in the share consideration only to be paid to the Vendor File Lake Explorations Limited, and so far as the Company is aware, save as aforesaid, no person, firm or corporation other than the said File Lake Explorations Limited is entitled to a greater than 5% interest in the consideration to be paid under the terms of the Agreement dated December 10th, 1965 as set out in Item 11(b) above.</p> <p>File Lake Explorations Limited is a public company. The Company has been advised that the shares of File Lake Explorations Limited have been widely distributed. The names and addresses of persons holding a greater than 5% interest in the shares of File Lake Explorations Limited are not known to this Company.</p>																																				
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>600,000 shares in the capital of the Company are presently held in escrow by The Premier Trust Company, 19 Richmond Street West, Toronto, Ontario, of which 195,000 are to be released on March 15, 1966, and the remaining 405,000 shares are subject to release only on the written consents of the Toronto Stock Exchange and a majority of the directors of the Company. Upon the completion of the transaction pursuant to the agreement mentioned in Item 11(b) an additional 135,000 shares will be held in escrow on the same terms as the said 405,000 shares.</p>																																				
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>The registered holders of the 195,000 shares to be released on March 15, 1966 are :</p> <table><tr><td>Hugh Irving,</td><td>Wallace Road, North Bay, Ontario</td><td>85,000</td></tr><tr><td>Charles Camsell</td><td>419 Browning St., Haileybury, Ontario</td><td>65,000</td></tr><tr><td>Alex MacPherson</td><td>1351 Seymour St., North Bay, Ontario</td><td>65,000</td></tr></table> <p>The registered holders of the 405,000 shares mentioned in Item 13 above are :</p> <table><tr><td>James D. McCannell</td><td>170 Bay St., Toronto, Ontario</td><td>45,000</td></tr><tr><td>Thomas Lamb</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Robert G. Thomson</td><td>The Pas, Manitoba</td><td>45,000</td></tr><tr><td>Carl Pielsticker</td><td>184 Bay St., Toronto, Ontario</td><td>45,000</td></tr><tr><td>Allan J. Anderson</td><td>4 Garland Ave., Toronto, Ontario</td><td>45,000</td></tr><tr><td>Helen Robertson</td><td>60 Highland Ave., Toronto, Ontario</td><td>90,000</td></tr><tr><td>Bebe Ciglen</td><td>101 Bayview Ridge, Willowdale, Ont.</td><td>90,000</td></tr></table> <p>Fernross Investments Limited is the beneficial owner of all of the aforementioned shares except those registered in the names of Allan J. Anderson, Helen Robertson and Bebe Ciglen.</p> <p>The registered holders of the 135,000 shares to be issued and placed in escrow as in Item 13 above will be :</p> <table><tr><td>File Lake Explorations Limited,</td><td>1617 Park Royale Boulevard, Port Credit, Ontario</td><td>90,000</td></tr><tr><td>Carl Palangio</td><td>845 McLaren Street, North Bay, Ontario</td><td>45,000</td></tr></table>	Hugh Irving,	Wallace Road, North Bay, Ontario	85,000	Charles Camsell	419 Browning St., Haileybury, Ontario	65,000	Alex MacPherson	1351 Seymour St., North Bay, Ontario	65,000	James D. McCannell	170 Bay St., Toronto, Ontario	45,000	Thomas Lamb	The Pas, Manitoba	45,000	Robert G. Thomson	The Pas, Manitoba	45,000	Carl Pielsticker	184 Bay St., Toronto, Ontario	45,000	Allan J. Anderson	4 Garland Ave., Toronto, Ontario	45,000	Helen Robertson	60 Highland Ave., Toronto, Ontario	90,000	Bebe Ciglen	101 Bayview Ridge, Willowdale, Ont.	90,000	File Lake Explorations Limited,	1617 Park Royale Boulevard, Port Credit, Ontario	90,000	Carl Palangio	845 McLaren Street, North Bay, Ontario	45,000
Hugh Irving,	Wallace Road, North Bay, Ontario	85,000																																			
Charles Camsell	419 Browning St., Haileybury, Ontario	65,000																																			
Alex MacPherson	1351 Seymour St., North Bay, Ontario	65,000																																			
James D. McCannell	170 Bay St., Toronto, Ontario	45,000																																			
Thomas Lamb	The Pas, Manitoba	45,000																																			
Robert G. Thomson	The Pas, Manitoba	45,000																																			
Carl Pielsticker	184 Bay St., Toronto, Ontario	45,000																																			
Allan J. Anderson	4 Garland Ave., Toronto, Ontario	45,000																																			
Helen Robertson	60 Highland Ave., Toronto, Ontario	90,000																																			
Bebe Ciglen	101 Bayview Ridge, Willowdale, Ont.	90,000																																			
File Lake Explorations Limited,	1617 Park Royale Boulevard, Port Credit, Ontario	90,000																																			
Carl Palangio	845 McLaren Street, North Bay, Ontario	45,000																																			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>The general manager of the Company, Alan J. Anderson has exercised the option to purchase 100,000 shares of the Company mentioned in Item 6 of the Company's Amending Filing Statement No. 287 and has paid therefor at the rate of 15¢ per share.</p> <p>There are no other material facts than those set forth above and in the Company's Filing Statement #1311 dated May 4th, 1965 and Amendment thereto #287 filed July 29th, 1965.</p> <p>The shares of the Company are in the course of primary distribution to the public.</p>																																				

DATED December 21st, 1965

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"C. Camsell"

"G.E. Buchanan"

ANSL MINES LIMITED

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)